

MARVEL
MK
19

THE



OTHER

EVOLVE
OR DIE
PART 2 OF 12

MARVEL KNIGHTS SPIDER-MAN



THE OTHER

EVOLVE
OR DIE
PART 2 OF 12

PREVIOUSLY IN

Friendly Neighborhood #1 SPIDER-MAN



For the first time in a long while, life has been going pretty well for Peter Parker. He's got a cool new pad in Avengers Tower, a beautiful wife and loving aunt, and he just happens to be the coolest swinger in town—that wall-crawling, webbed wonder known as Spider-Man!

But one thing still eludes Peter—a good night's sleep. Terrible visions of death haunt his dreams. Are week-old Chinese leftovers causing the unrest or are these premonitions of something far more sinister?

Spider-Man tries to ignore the dreadful omens, but after being wounded in a battle with a new villain called the Tracer, his blood is checked and the doctor finds something so alarming in the diagnosis that she cannot discuss it with Peter over the phone.

And meanwhile, the mysterious Morlun—a parasitic hunter thought to have perished in a previous attempt to kill Peter and consume his life force—suddenly reappears to spy on the hero and his loved ones... and to wait for the opportune moment to strike!

"DENIAL"

GUEST WRITER
PETER DAVID

PENCILS
PAT LEE

INKS & COLOR
DREAM ENGINE

LETTERER
VC'S CORY PETTI

COVER ARTIST
PAT LEE

PRODUCTION
BRAD JOHANSEN

CONSULTING EDITOR
TOM BREVOORT

ASST. EDITORS
CORY SEDLMEIER & MICHAEL O'CONNOR

EDITOR
AXEL ALONSO

Marvel Knights Spider-Man No. 19, December, 2005. Published Monthly by MARVEL COMICS, a division of MARVEL ENTERTAINMENT GROUP, INC. OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. © 2005 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.99 per copy in the U.S. and \$4.25 in Canada (GST #R127032852) in the direct market and \$2.99 per copy in the U.S. and \$4.25 in Canada (GST #R127032852) through the newsstand; Canadian Agreement #40668537. **Printed in the USA.** AVI ARAD, Chief Creative Officer; ALAN FINE, President & CEO Of Toy Biz and Marvel Publishing; DAVID BOGART, VP Of Publishing Operations; DAN CARR, Director of Production; ELAINE GALLENDER, Director of Manufacturing; JUSTIN F. GABRIE, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Joe Maimone, Advertising Director, at jmaimone@marvel.com or 212-576-8534. For Marvel subscription inquiries, please call 800-217-9158.

SPIDER-MAN THE OTHER EVOLVE OR DIE PART TWO

PETER DAVID | PAT LEE
GUEST WRITER | PENCILS

DREAM ENGINE
INKS & COLORS

VC'S CORY PETIT
LETTERS

CORY SEDLMEIER &
MICHAEL O'CONNOR
ASSISTANT EDITORS

TOM BREVOORT
CONSULTING EDITOR

AXEL ALONSO
EDITOR

JOE QUESADA
CHIEF

DAN BUCKLEY
PUBLISHER

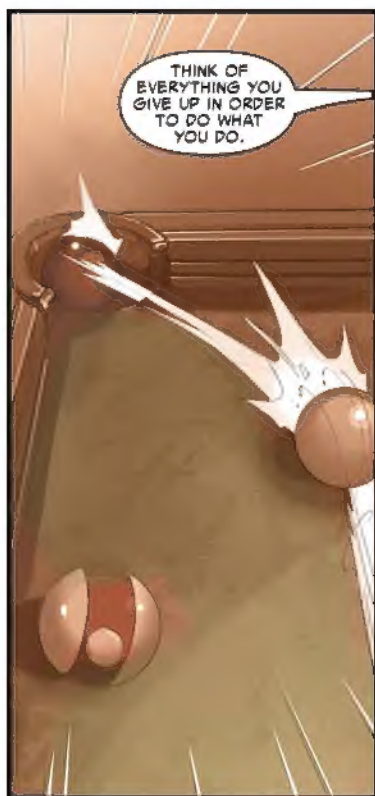
THE OTHER LOGOTYPE AND DESIGN BY RIAN HUGHES

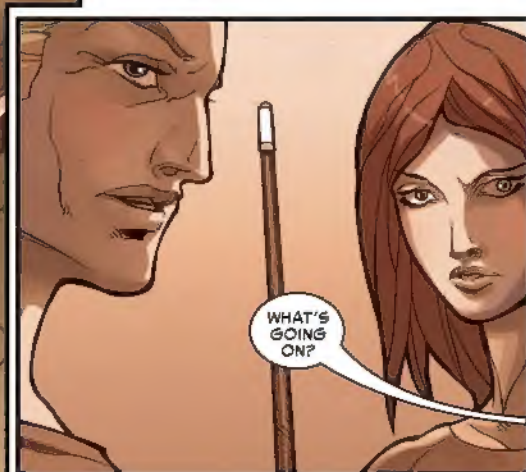
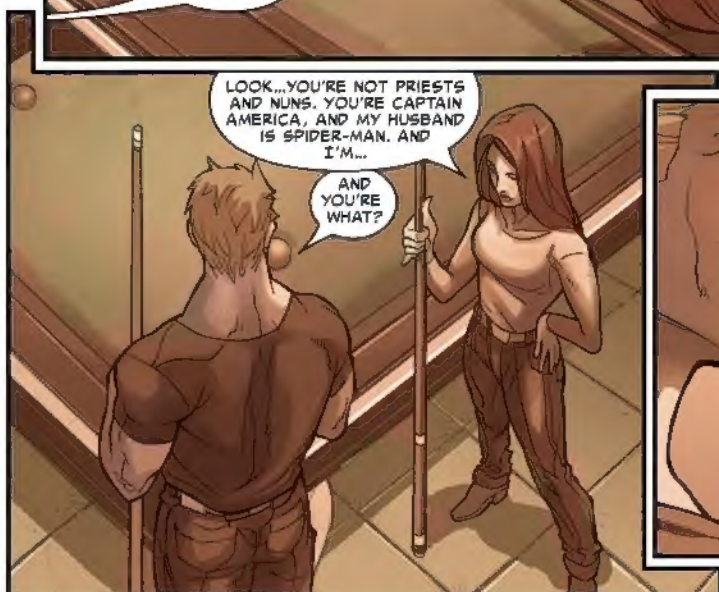
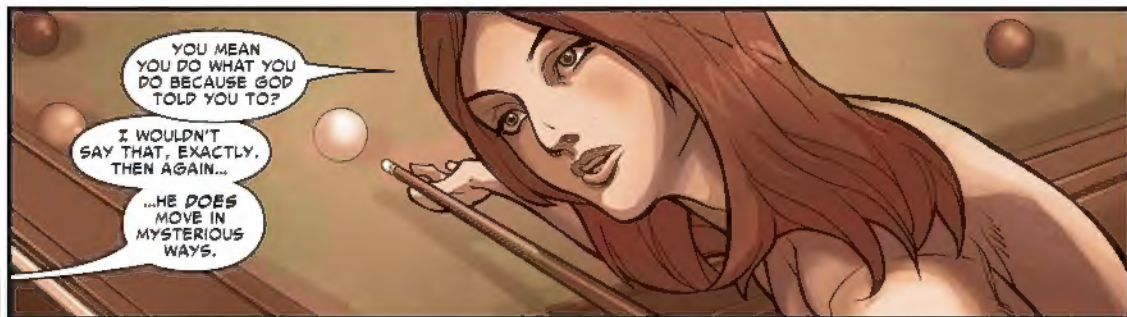
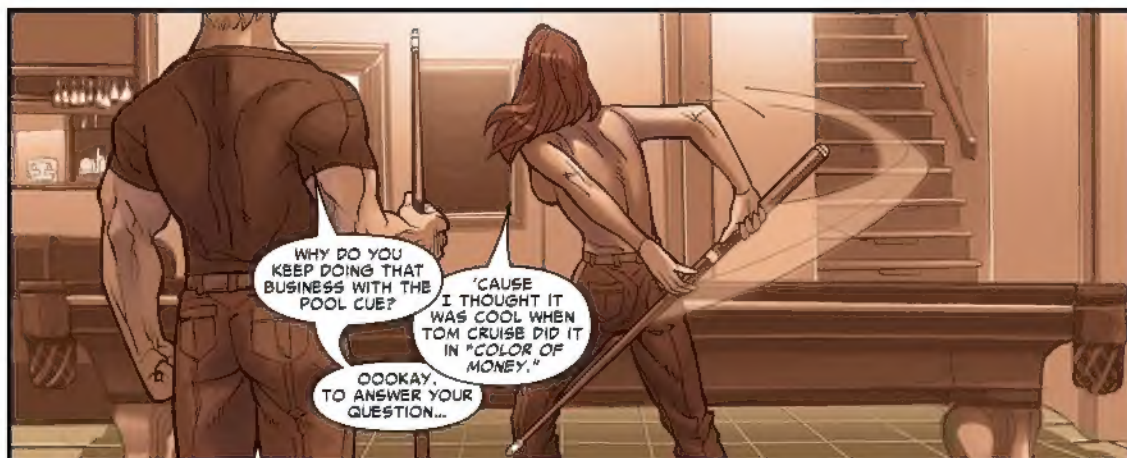
"AND IN A
BERSERK ASSAULT
UPON THIS NEWSPAPER'S
PUBLISHER, THE MENACE-
THAT-CRAWLS-LIKE-
A-SPIDER..."

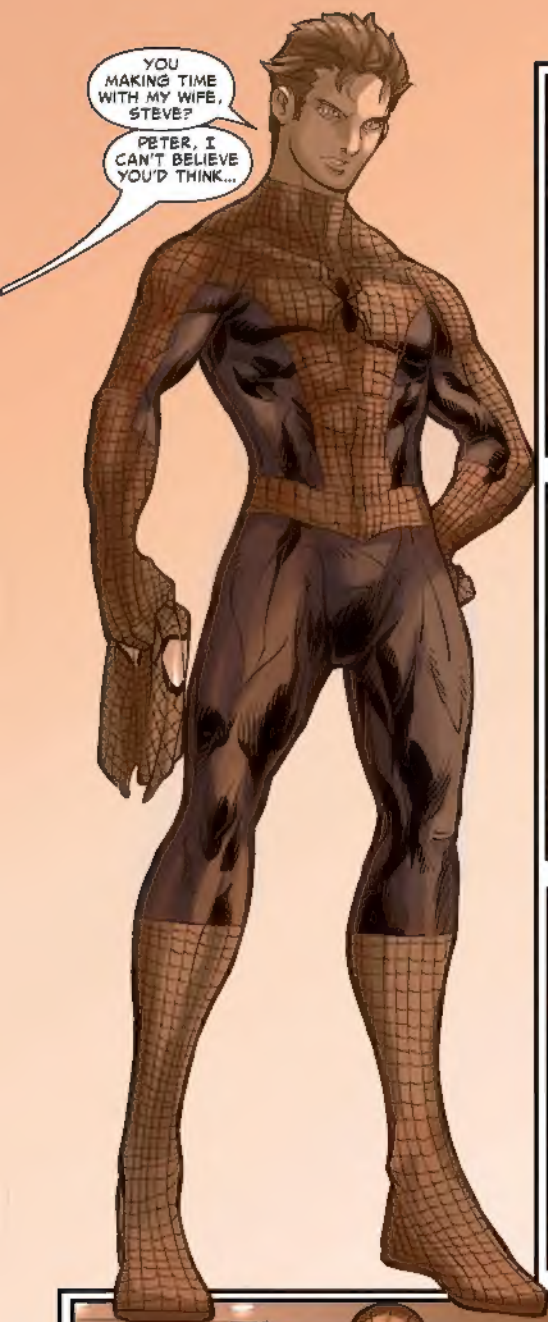
I DON'T
BELIEVE IT. THIS
CAN'T BE HAPPENING.
IT'S LIKE EVERY TIME I
TURN AROUND,
THERE'S SOME NEW
HORROR.





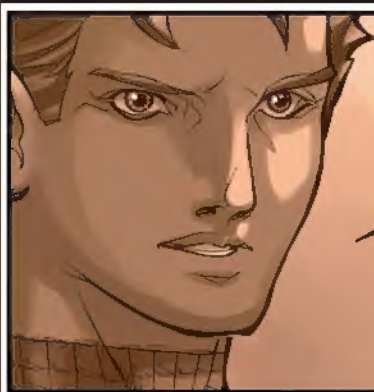






YOU
MAKING TIME
WITH MY WIFE,
STEVE?

PETER, I
CAN'T BELIEVE
YOU'D THINK...



I DON'T.
I WAS KIDDING.
I MEAN, CAPTAIN
AMERICA HITTING
ON A MARRIED
WOMAN?
SOME
THINGS ARE...
UNBELIEVABLE.

ALTHOUGH...
Y'KNOW...YOU
COULD DO WORSE.
M.J. A LOT
WORSE.



AND YOU
COULD STAY
HERE AT STARK
TOWERS, SO
THAT'S GOOD.



PETER...
WHAT ARE YOU
TALKING ABOUT?
WHY WOULDN'T I
STAY HERE WITH
YOU?

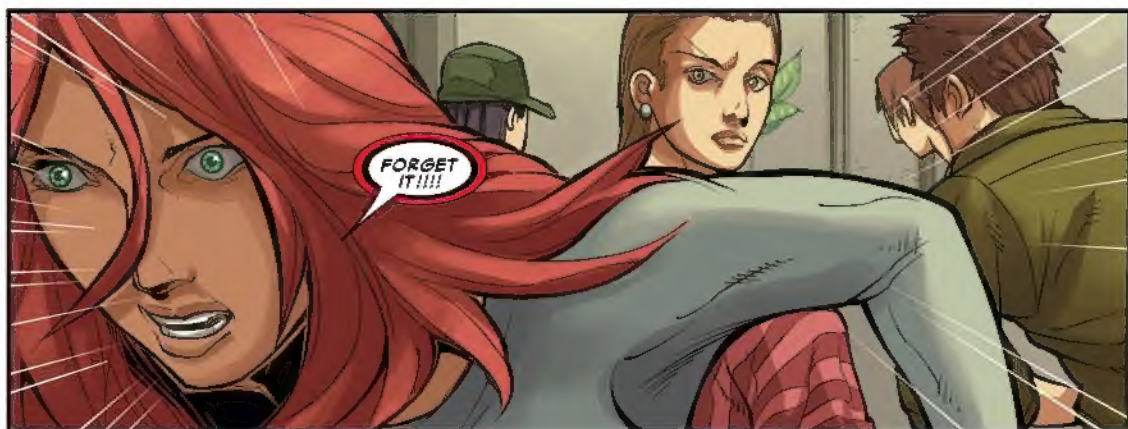


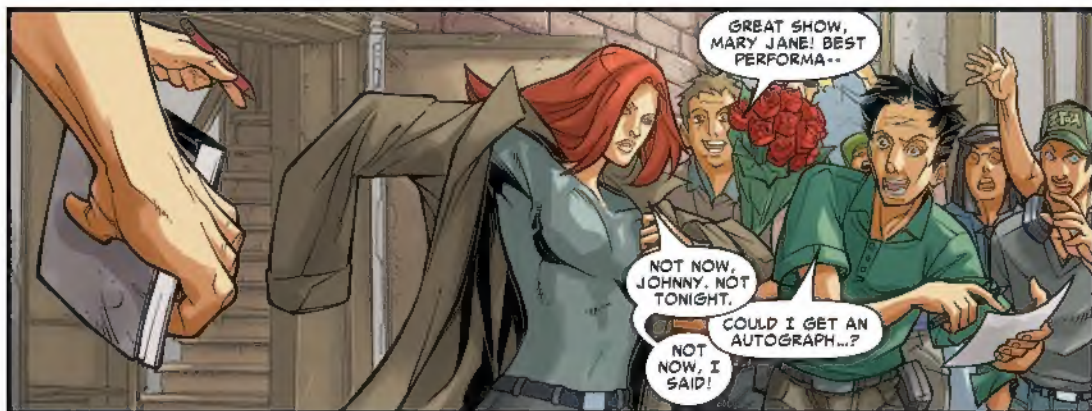
GOOD
QUESTION.

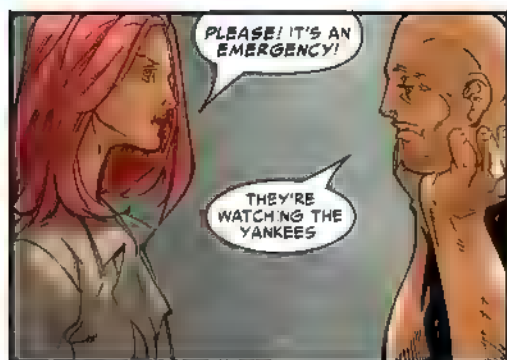
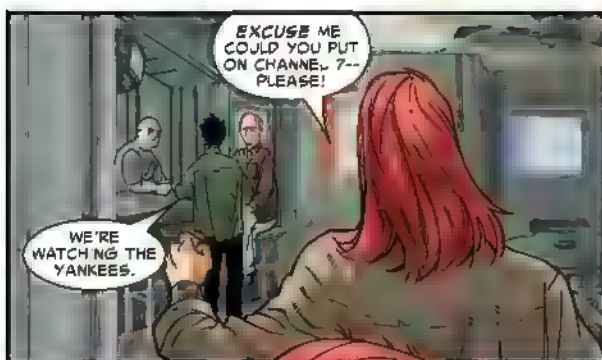


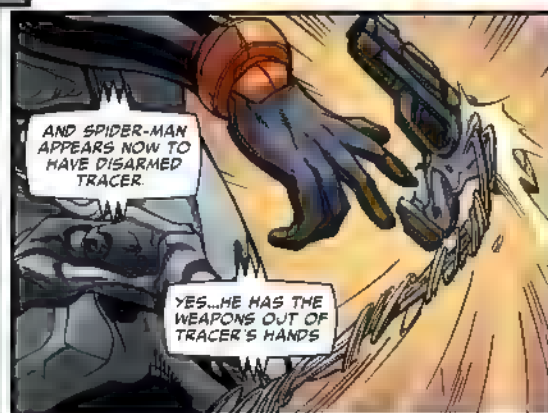
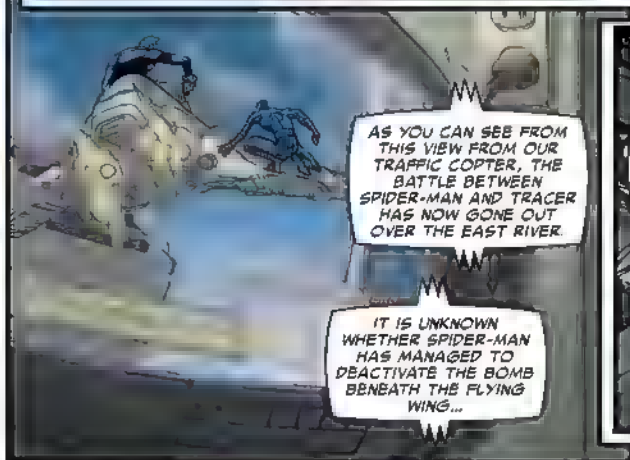
"BRAVO!"

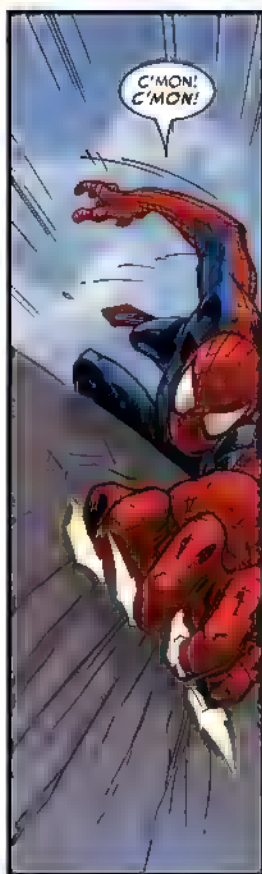


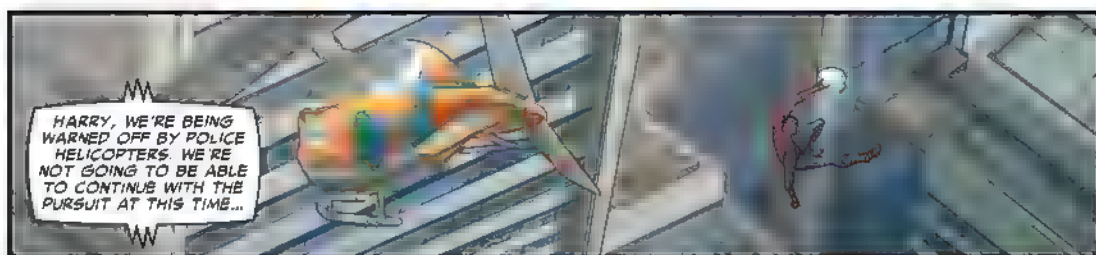
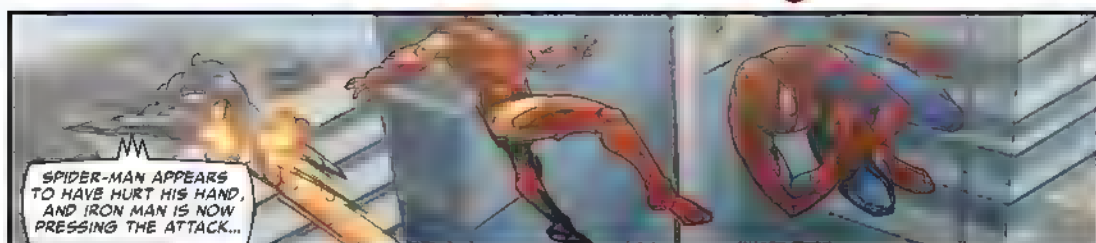
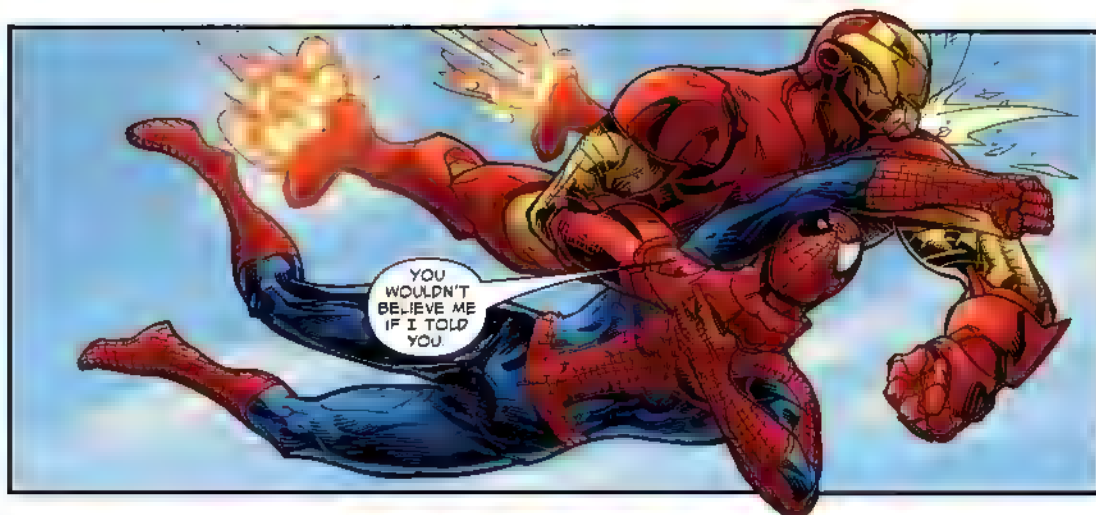


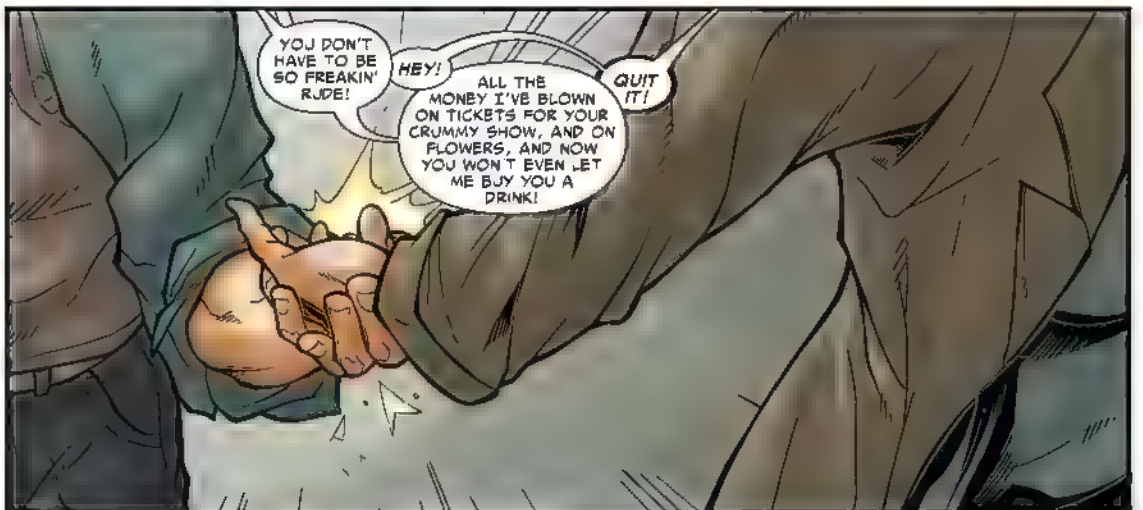
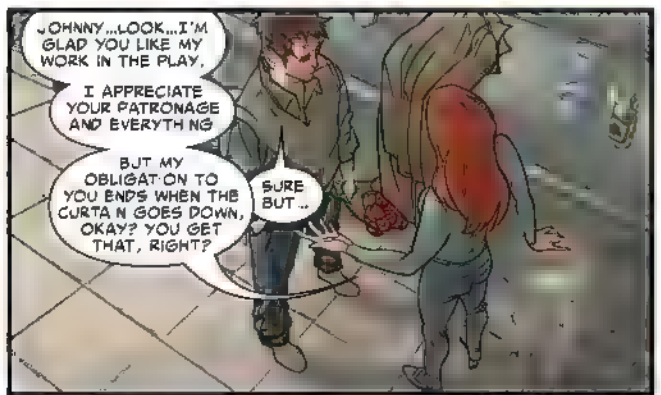


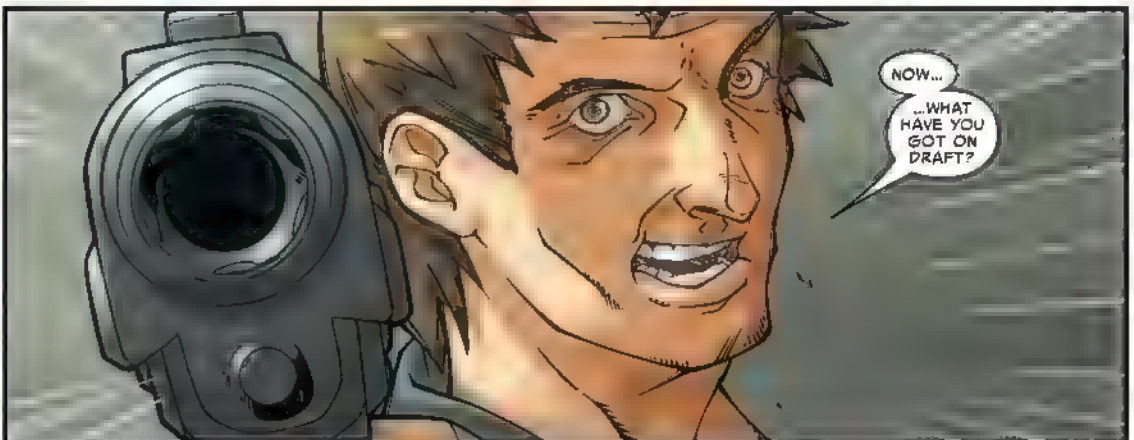
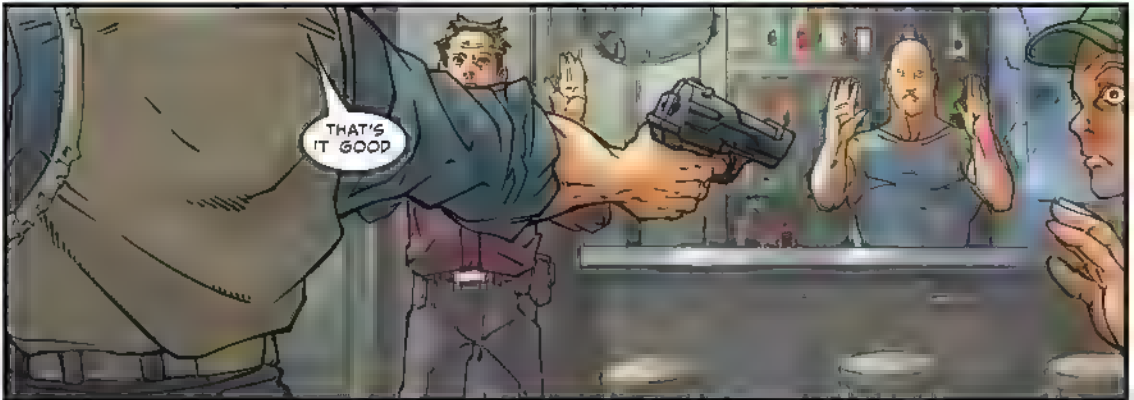
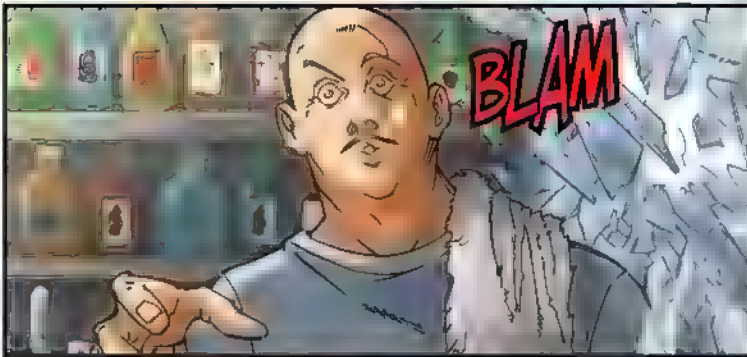


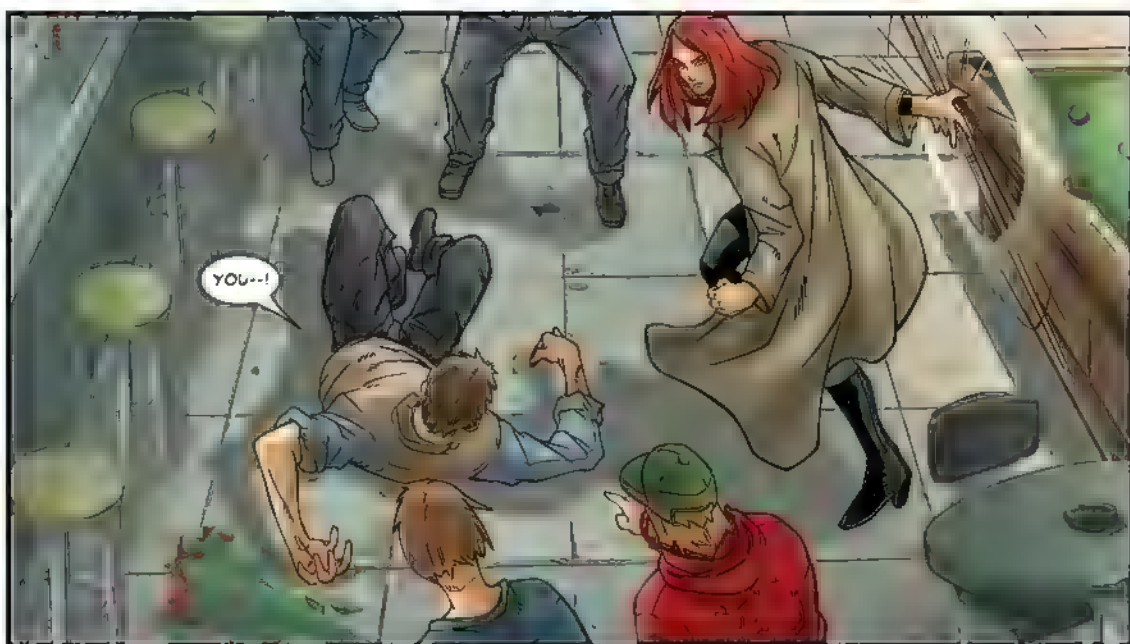
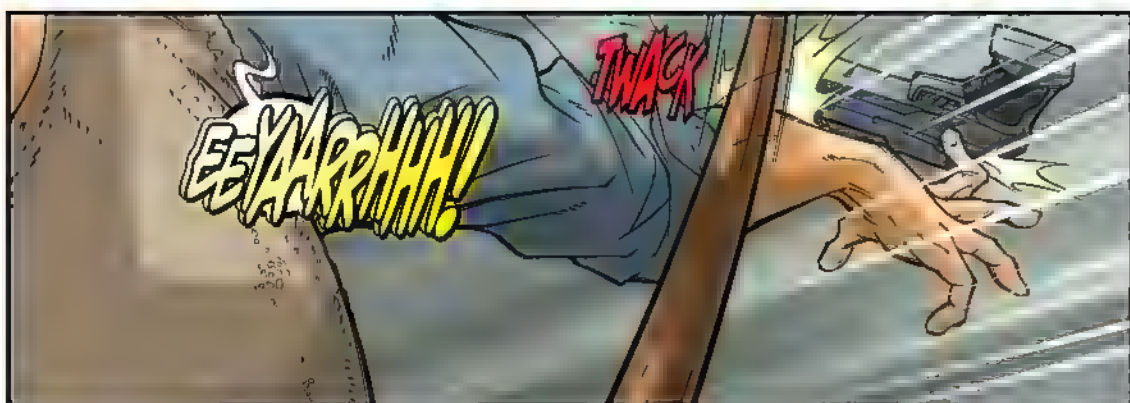
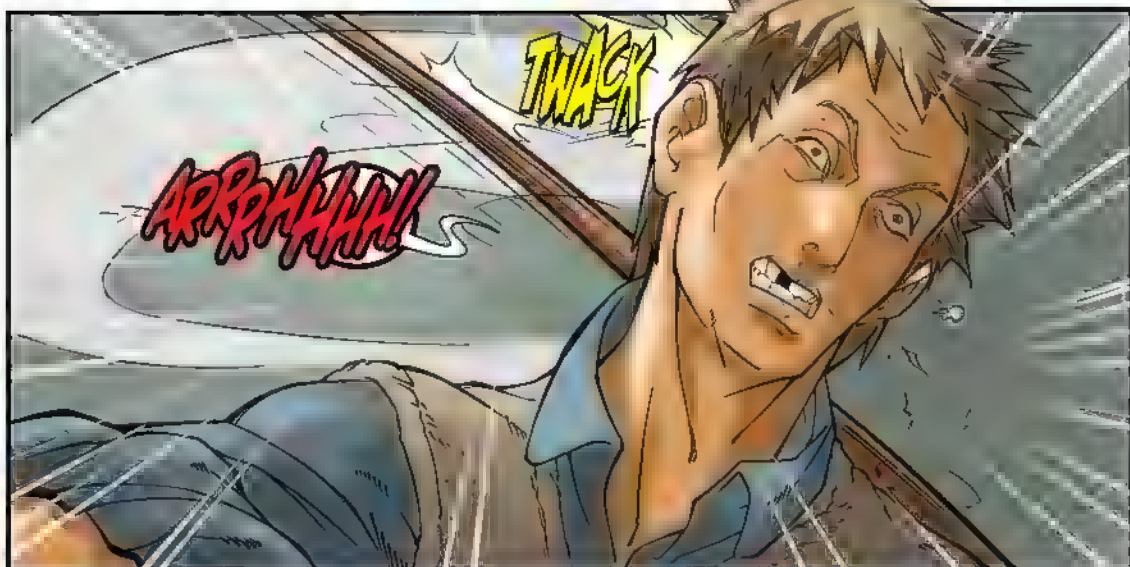


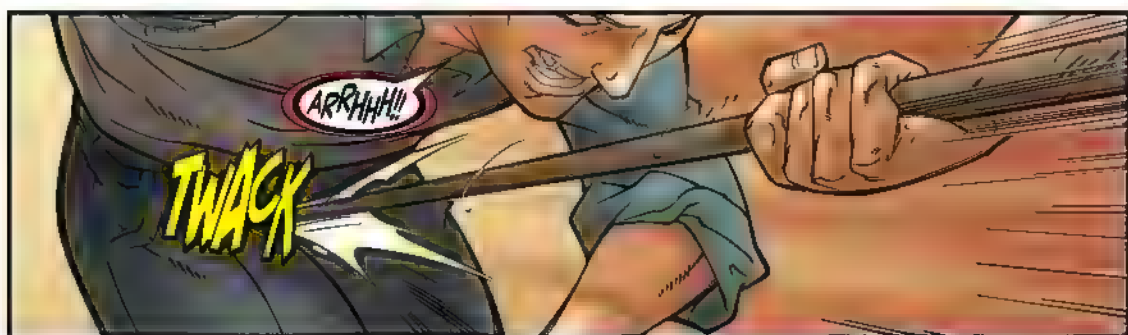
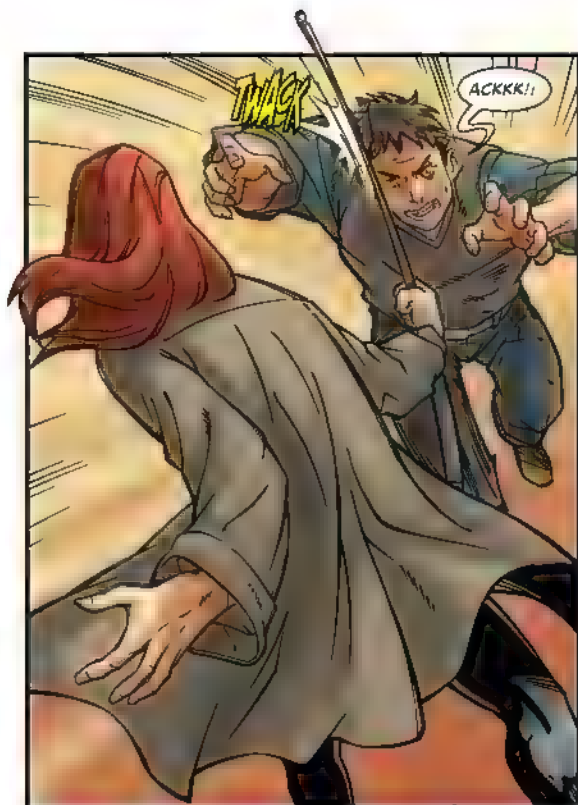


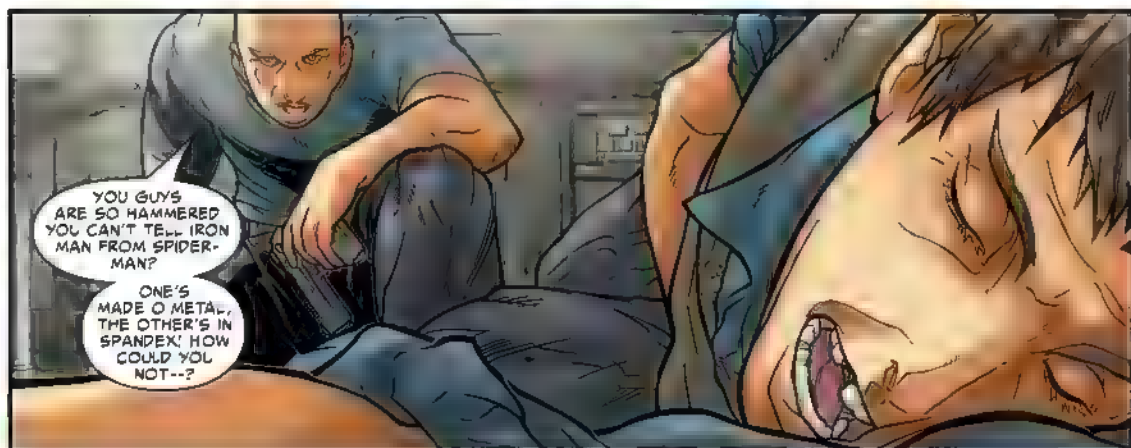
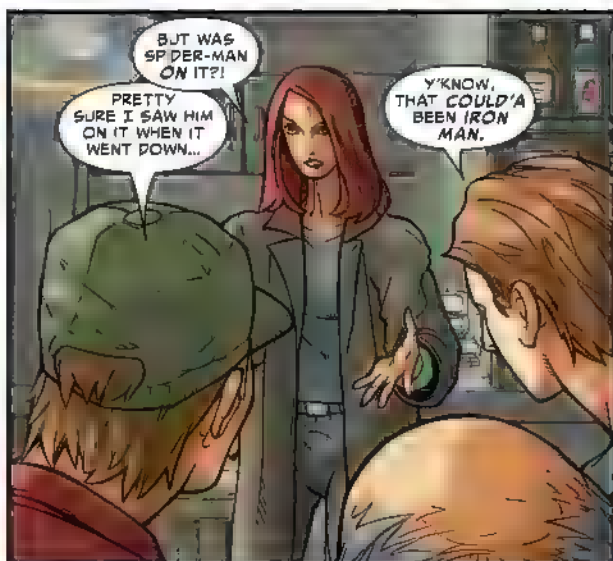


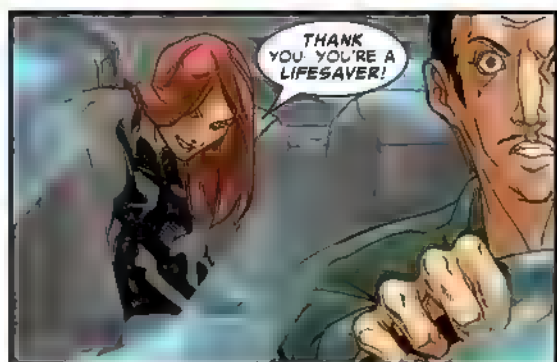
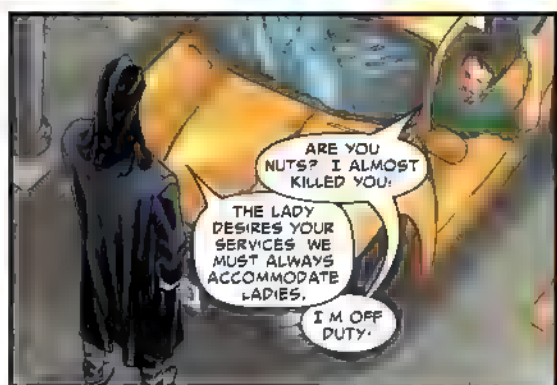


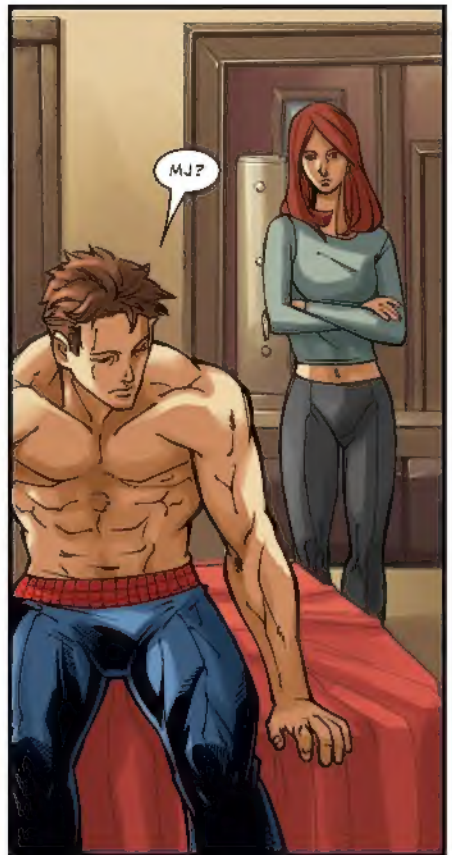
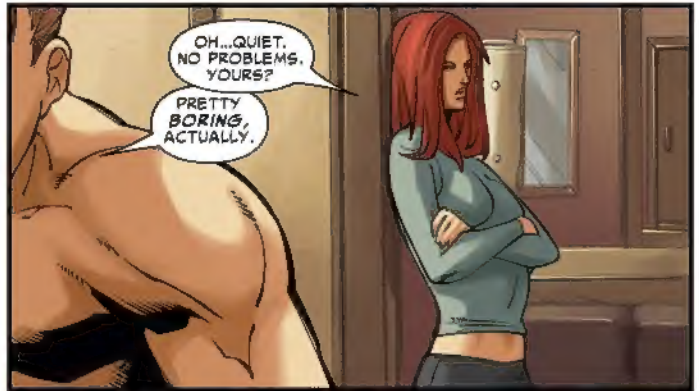
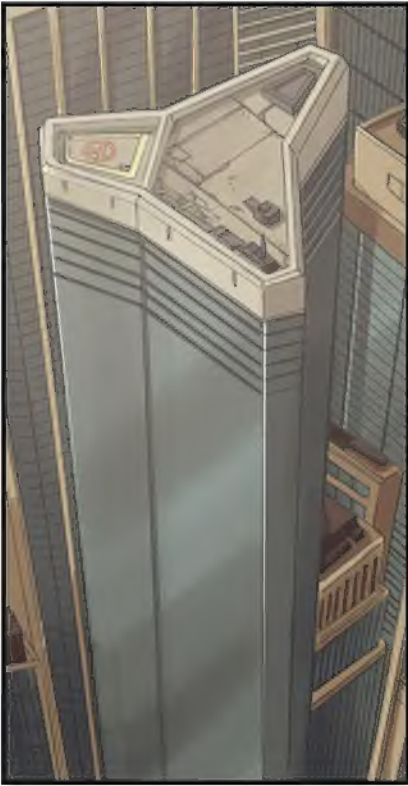


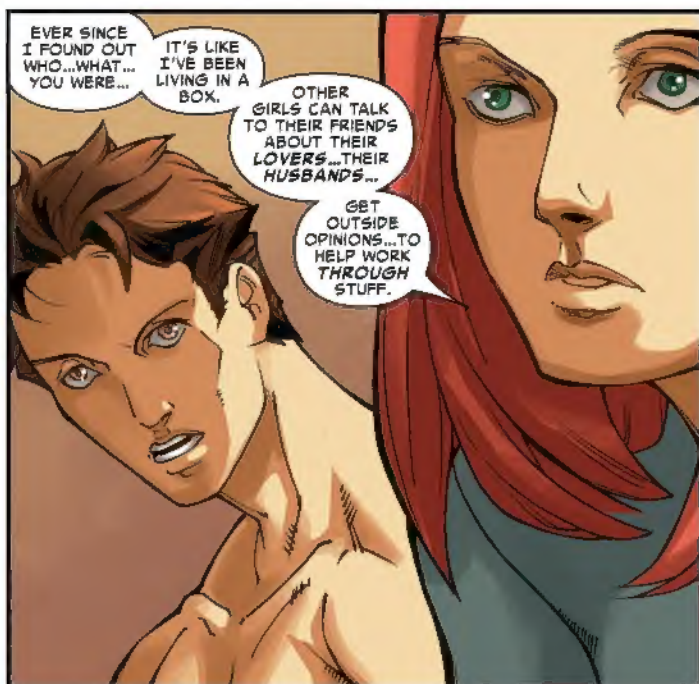














I KNOW
THE REASONS.
YOUR
REASONS.

I
FINALLY
FIGURED
IT OUT.

IT'S
SURVIVOR
GUILT.



IT'S *NOT* JUST
THAT YOU LET THE
BURGLAR GO, AND
THEN HE KILLED
YOUR UNCLE BEN.

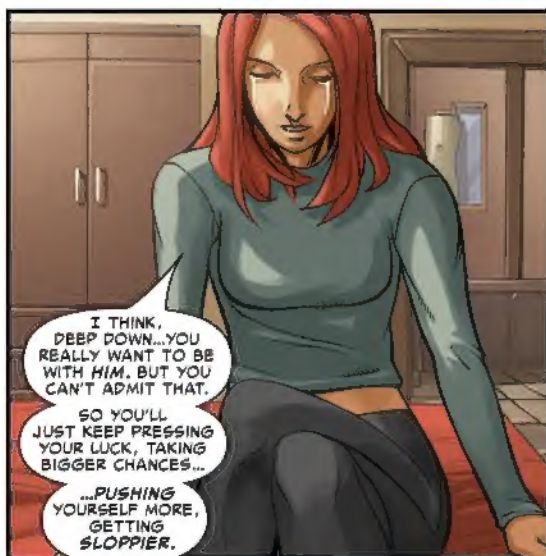
IT'S THAT
THE GOOD, CARING
MAN HE WAS DIED...
WHILE THE SELFISH,
UNCARING MAN YOU
WERE...LIVED.



YOU USED TO
TELL ME IN THE OLD
DAYS, YOU'D "ALWAYS
RUN OUT OF WEB FLUID AT
THE WORST POSSIBLE
MOMENT."

AND I
WONDERED, WHY
NOT BUILD IN AN
INDICATOR GAUGE THE
VERY FIRST TIME
THAT HAPPENED,
TO WARN YOU?

WHY RISK
RUNNING OUT
EVER AGAIN?



I THINK,
DEEP DOWN...YOU
REALLY WANT TO BE
WITH HIM. BUT YOU
CAN'T ADMIT THAT.

SO YOU'LL
JUST KEEP PRESSING
YOUR LUCK, TAKING
BIGGER CHANCES...

...PUSHING
YOURSELF MORE,
GETTING
SLOPPIER.



YOU WANT TO BE
WITH YOUR DEAD
UNCLE...

...MORE
THAN YOU DO
YOUR LIVE
WIFE.

BECAUSE,
DEEP DOWN...YOU
THINK YOU DON'T
DESERVE
HAPPINESS...

...OR
LIFE...OR
LOVE...

...OR
ME.



YOU
WANT TO
DIE.

AND I...
DON'T KNOW...
HOW TO LIVE
WITH THAT.

